

EXHIBIT A

UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE

IN RE:) Case No. 02-12152
) Chapter 11
BRAC GROUP, INC.)
(f/k/a BUDGET GROUP, INC),) Courtroom No. 3
) 824 Market Street
Debtor.) Wilmington, Delaware 19801
)
) December 7, 2004
) 10:31 A.M.

TRANSCRIPT OF OMNIBUS HEARING
BEFORE HONORABLE JOHN L. PETERSON
UNITED STATES BANKRUPTCY JUDGE

APPEARANCES:

For BRACII Plan Administrator: Richards Layton & Finger, PA
By: REBECCA BOOTH, ESQ.
One Rodney Square, P.O. Box 551
Wilmington, Delaware 19899

For BRAC Group Plan Administrator: For the Ashby & Geddes
By: GREGORY TAYLOR, ESQ.
222 Delaware Avenue, 17th Floor
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ECRO: Brandon J. McCarthy

Proceedings recorded by electronic sound recording,
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1 THE COURT: Good morning.

2 MR. TAYLOR: Good morning, Your Honor. May it please
3 the --

4 THE COURT: We have the matter of BRAC Group, Inc.,
5 02-12152. Counsel?

6 MR. TAYLOR: That's correct, Your Honor. May it
7 please the Court, Greg Taylor from Ashby & Geddes on behalf of
8 the BRAC Group Plan Administrator.

9 I will be working off of the amended agenda, which
10 we've filed last week, Your Honor. Has a copy of that made its
11 way to you?

12 THE COURT: Um.

13 MR. TAYLOR: Very well. Your Honor, the first and
14 second items listed on the agenda have been withdrawn. We just
15 wanted to note that for Your Honor's convenience.

16 Item Number 3, Your Honor, has been continued to the
17 next omnibus hearing, which is February 10, 2005 at 3:30.

18 THE COURT: We may move that date to the 9th.

19 MR. TAYLOR: Okay. I'll follow-up with your Clerk.

20 THE COURT: You might make a note of that, Nancy.

21 MR. TAYLOR: Your Honor, Items 5 and 6 are items
22 filed by the BRACII Plan Administrator. And I will cede the
23 podium to his counsel.

24 MS. BOOTH: Good morning, Your Honor.

25 THE COURT: Good morning.

1 MS. BOOTH: May it please the Court. Rebecca Booth
2 of Richards, Layton and Finger on behalf of the BRACII Plan
3 Administrator, Mr. Trisia (phonetic), who is in the courtroom
4 with us today.

5 THE COURT: All right.

6 MS. BOOTH: We have two uncontested agenda items this
7 morning. The first is the BRACII Plan Administrator's request
8 to extend his deadline to object to administrative and priority
9 claims in these cases.

10 There were no objections received and we did file a
11 certificate of no objection. So, unless the Court has any
12 questions, I would ask that an order be entered.

13 THE COURT: All right.

14 MS. BOOTH: Do you have a form of order?

15 THE COURT: Yes.

16 (Pause)

17 THE COURT: All right. That order has been signed.

18 MS. BOOTH: Thank you, Your Honor.

19 The second item filed by the BRACII Plan
20 Administrator was the first omnibus objection to administrative
21 and priority claim. This objection was the BRACII Plan
22 Administrator's first, and hopefully last objection to
23 administrative and priority claims. There were no responses
24 received, and we did serve the objection, at least a month and
25 a half ago on all of the claimants who are located in the

1 United Kingdom and elsewhere overseas.

2 We received no response. And we would ask that the
3 Court enter an order unless the Court has any questions.

4 THE COURT: All right. That matter will be granted.

5 (Pause)

6 THE COURT: That order is signed.

7 MS. BOOTH: Thank you, Your Honor. I will cede the
8 podium back to Mr. Taylor for the remainder of the agenda.

9 THE COURT: All right.

10 MR. TAYLOR: Your Honor, I believe I skipped over
11 Item Agenda Number 4. That is the BRAC Group Plan
12 Administrator's motion to extend the period in which to file
13 removal notices. That motion is unopposed.

14 We did file a certificate of no objection. I have
15 not seen that order entered yet, and I do have another copy
16 with me today, if you'd like me to hand that up at the end of
17 the hearing.

18 THE COURT: All right.

19 MR. TAYLOR: Thank you. Then, Your Honor,
20 skipping over to Item Agenda Number 7, that is our eighteenth
21 omnibus objection to claims. That objection was filed to late
22 filed claims and claims that provided no supporting
23 documentation.

24 We did receive a number of responses, Responses B, C
25 and D listed on the amended agenda. With respect to those

1 matters, Your Honor, we are going to withdraw the objection.
2 With response listed as objection A, that is the response filed
3 by Michael Belgrave. Michael Belgrave did file that response.
4 In his response, Your Honor, he basically says that the
5 document supporting his claim are in the possession of Sendent
6 (phonetic), the purchaser of substantially all of the debtor's
7 assets in this case.

8 However, along with his one-page response, he did not
9 provide any of those documents. We do not believe it is
10 incumbent upon us to request those documents and supply them to
11 us. So, we would ask that the Court approve the order and
12 disallow his claim.

13 THE COURT: How are you going to resolve those
14 claims?

15 MR. TAYLOR: Your Honor, I believe with the claims
16 that we are going to withdraw the objection to, we are going to
17 seek to estimate those.

18 THE COURT: Do you have an order?

19 MR. TAYLOR: I do, Your Honor. I can hand them up
20 one at a time or at the end of the hearing.

21 THE COURT: That's fine.

22 MR. TAYLOR: Your Honor, the -- Item Agenda Number 8
23 is our nineteenth omnibus objection. That is a substantive
24 objection, Your Honor. We did receive a number of objections,
25 as listed on the agenda. With respect to those responding

1 parties, we are going to adjourn those matters to the February
2 10, 2005 hearing. And I do have a revised order to hand up
3 to Your Honor today that deals with the remainder of those
4 claims.

5 THE COURT: Very well.

6 MR. TAYLOR: Finally, Your Honor, Agenda Number 9 is
7 our motion to extend the period in which to object to pre-
8 petition claims. I believe the existing deadline to do so, I
9 believe, is today. But I'd have to double-check that. By that
10 motion, we are requesting an extension through February 28,
11 2005. There are only approximately 26 claims left to be
12 reviewed and resolved, that was at the time of filing of the
13 motion. I believe that number has probably come down since
14 that time.

15 We did not receive any objections to that motion. We
16 did file a certificate of no objection. And if Your Honor
17 would like, I do have a form of order to hand up to that.

18 THE COURT: Motion will be granted.

19 MR. TAYLOR: Thank you, Your Honor. I believe that
20 is all the matters for the agenda today.

21 THE COURT: All right.

22 MR. TAYLOR: May I approach?

23 THE COURT: Yes.

24 (Pause)

25 THE COURT: All right. The orders have been signed.

1 MR. TAYLOR: Thank you, Your Honor.

2 THE COURT: Thank you. We will be adjourned.

3 (Proceedings Adjourn at 10:39 A.M.)

4

5 C E R T I F I C A T I O N

6

7 I, Karen Hartmann, certify that the foregoing is a
8 correct transcript to the best of my ability, from the
9 electronic sound recording of the proceedings in the above-
10 entitled matter.

11

12 /s/ Karen Hartmann

Date: May 31, 2005

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